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*Co-Lead Counsel for the Classes and
Attorneys for Individual and Representative Plaintiffs
Cung Le, Nathan Quarry, Jon Fitch, Luis Javier
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**IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF NEVADA**

Cung Le, Nathan Quarry, Jon Fitch, Brandon
Vera, Luis Javier Vazquez, and Kyle
Kingsbury on behalf of themselves and all
others similarly situated,

Plaintiffs,
v.

Zuffa, LLC, d/b/a Ultimate Fighting
Championship and UFC,

Defendant.

Case No.: 2:15-cv-01045-RFB-(PAL)

**DECLARATION OF ERIC L. CRAMER,
ESQ.**

1 I, Eric L. Cramer, Esq., declare and state as follows:

2 1. I am a managing shareholder of Berger & Montague, P.C., one of the Court appointed
3 Interim Co-Lead Counsel for the proposed Classes and an attorney for Individual and
4 Representative Plaintiffs. I am a member in good standing of the State Bars of Pennsylvania and
5 New York, and have been admitted *pro hac vice* in this Court. I am over 18 years of age and have
6 personal knowledge of the facts stated in this Declaration. If called as a witness, I could and
7 would testify competently to them.

8 2. I make this declaration in support of Plaintiffs' Motion for Class Certification.

9 **Facts Supporting Appointment of Berger & Montague, P.C., the Joseph Saveri Law**
10 **Firm Inc., and Cohen Milstein Sellers & Toll, PLLC as Co-Lead Class Counsel**

11 3. On July 31, 2015, the Court appointed Berger & Montague, P.C., the Joseph Saveri Law
12 Firm, Inc., and Cohen Milstein Sellers & Toll, PLLC as Plaintiffs' Interim Co-Lead Class Counsel
13 ("Interim Class Counsel"). *See* ECF No. 140. From the beginning, Interim Class Counsel have
14 demonstrated commitment to this litigation and will continue efforts to prosecute it successfully.

15 4. In mid-2014, my firm began working with Interim Class Counsel Cohen Milstein Sellers
16 & Toll, PLLC and additional Plaintiffs' counsel, Warner Angle Hallam Jackson & Formanek,
17 PLC, to develop the factual and legal bases for these actions in which our clients allege that
18 Defendant Zuffa, LLC engaged, and continues to engage in certain anticompetitive behaviors in
19 violation of the antitrust laws. Subsequently, we reached out to Interim Class Counsel Joseph
20 Saveri Law Firm to assist in the continued investigation, filing, and prosecution of these actions.
21 Along with other Plaintiffs' counsel, Interim Class Counsel have invested considerable resources
22 in developing Plaintiffs' antitrust class action claims and filed the first complaints in this action in
23 December 2014. Throughout this litigation, Interim Class Counsel have worked assiduously to
24 advance and protect the interests of the proposed Classes here, including obtaining protections for
25 Named Plaintiffs' credit and financial information after Defendant's counsel inadvertently
26 revealed Plaintiffs' Personally Identifiable Information in a public filing early on in the case.

27 5. Interim Class Counsel undertook significant efforts to work with the Defendant to
28 advance the litigation in an orderly and efficient manner, resulting in entry of a protective order, a

1 stipulation on expert disclosures, and a stipulation on the discovery of electronically stored
2 information, all adopted by the Court. *See* ECF Nos. 186, 217, and 314.

3 6. Interim Class Counsel have pursued discovery aggressively and efficiently, crafting
4 requests to secure disclosures and testimony essential for advancing Plaintiffs' claims.
5 Throughout the discovery process, Interim Class Counsel have resolved countless nascent
6 discovery disputes through negotiation and compromise, and where necessary have pursued and
7 prevailed on numerous discovery disputes. Interim Class Counsel have engaged in determined
8 pursuit of documents that Defendant was reluctant to produce. For example, after Interim Class
9 Counsel repeatedly pressed Zuffa to search for documents gathered in response to a Civil
10 Investigative Demand from the FTC in 2011, Zuffa located 1.8 million previously undisclosed
11 documents less than one month before the court-ordered production deadline. This resulted in the
12 production—as ordered by Magistrate Judge Leen—of over 185,000 Early Case Assessment
13 documents covering a crucial time frame. These documents were otherwise unavailable from
14 Zuffa due to its strict document retention policy.

15 7. Over the course of two years of discovery efforts, Interim Class Counsel: (1) negotiated
16 with Zuffa to select custodians and search terms to run across Defendant's ESI; (2) processed
17 nearly seven hundred gigabytes of Zuffa's and third parties' ESI; (3) strategically employed
18 innovative approaches and tools to review and analyze Defendant's ESI; (4) identified key
19 documents and materials that allowed Interim Class Counsel to construct a comprehensive picture
20 of Defendant's anticompetitive actions and their effects on the Classes and the relevant markets;
21 (5) conducted 38 depositions of key officers, employees, and third parties; and (6) secured the
22 services of expert economics, statistics, and accounting consultants and oversaw the analysis of a
23 massive amount of data to determine the effects of the conduct at issue.

24 8. Interim Class Counsel have a track record of successful advocacy on behalf of the Classes.
25 Their successful opposition to Defendant's Rule 12 motion to dismiss demonstrated the viability
26 of Plaintiffs' claims. *See* ECF No. 314. They have the experience, expertise, and resources
27 necessary to fully and adequately represent the interests of the Plaintiffs and the Classes (*see, e.g.,*
28 ECF No. 42 – Motion to Appoint Interim Co-Lead Counsel), and are fully committed to

1 vigorously prosecuting Plaintiffs' and Class claims going forward. Thus, Interim Class Counsel
2 are appropriate and adequate to serve as Co-Lead Class Counsel under Fed. R. Civ. P. 23(g).

3 **Exhibits to Cramer Declaration**

4 9. Attached as Exhibit 1 is a true and correct copy of the Expert Report of Hal J. Singer,
5 Ph.D. (referred to in Plaintiffs' papers as "SR1").

6 10. Attached as Exhibit 2 is a true and correct copy of the Rebuttal Expert Report of Hal J.
7 Singer, Ph.D. (referred to in Plaintiffs' papers as "SR2").

8 11. Attached as Exhibit 3 is a true and correct copy of the Expert Report of Andrew Zimbalist
9 in *Cung Le, et al. v. Zuffa, LLC* (referred to in Plaintiffs' papers as "ZR1").

10 12. Attached as Exhibit 4 is a true and correct copy of the Expert Rebuttal Report of Andrew
11 Zimbalist (referred to in Plaintiffs' papers as "ZR2").

12 13. Attached as Exhibit 5 is a true and correct copy of the Expert Rebuttal Report of Professor
13 Alan Manning (referred to in Plaintiffs' papers as "MR1").

14 14. Attached as Exhibit 6 is a true and correct copy of the Expert Report of Guy Davis, CPA,
15 CIRA, CDBV, CFE (referred to in Plaintiffs' papers as "DR1").

16 15. Attached as Exhibit 7 is a true and correct copy of the Rebuttal Expert Report of Guy
17 Davis, CPA, CIRA, CDBV, CRE (referred to in Plaintiffs' papers as "DR2").

18 16. Attached as Exhibit 8 is a true and correct copy of Exhibit 2 from the deposition of
19 Plaintiffs' expert Dr. Hal Singer, taken in this matter on September 27, 2017. The underlying
20 document is a true and correct copy of the first errata to the Expert Report of Hal J. Singer, Ph.D.

21 17. Attached as Exhibit 9 is a true and correct copy of Exhibit 3 from the deposition of
22 Plaintiffs' expert Dr. Hal Singer, taken in this matter on September 27, 2017. The underlying
23 document is a true and correct copy of the second errata to the Expert Report of Hal J. Singer,
24 Ph.D.

25 18. Attached as Exhibit 10 is a true and correct copy of Exhibit 2 from the deposition of
26 Plaintiffs' expert Professor Andrew Zimbalist, taken in this matter on September 25, 2017. The
27 underlying document is a true and correct copy of the errata to the Expert Report of Andrew
28 Zimbalist in *Cung Le, et al. v. Zuffa, LLC*.

19. Attached as Exhibit 11 is a true and correct copy of excerpts from the Expert Report of Professor Robert H. Topel.

20. Attached as Exhibit 12 is a true and correct copy of excerpts from the Expert Report of Paul Oyer.

21. Attached as Exhibit 13 is a true and correct copy of excerpts from the 30(b)(6) deposition of Zuffa, LLC's designee Kirk D. Hendrick, taken in this matter on November 29-30, 2016.

22. Attached as Exhibit 14 is a true and correct copy of excerpts from the deposition of Kurt Otto, taken in this matter on February 6, 2017.

23. Attached as Exhibit 15 is a true and correct copy of excerpts from the deposition of Jeremy Lappen, taken in this matter on February 28, 2017.

24. Attached as Exhibit 16 is a true and correct copy of excerpts from the deposition of Lorenzo J. Fertitta, taken in this matter on March 23, 2017.

25. Attached as Exhibit 17 is a true and correct copy of excerpts from the deposition of Sean Shelby, taken in this matter on April 12, 2017.

26. Attached as Exhibit 18 is a true and correct copy of excerpts from the 30(b)(6) deposition of Deutsche Bank Securities, Inc.'s corporate designee Drew Goldman, taken in this matter on April 28, 2017.

27. Attached as Exhibit 19 is a true and correct copy of excerpts from the deposition of Joseph Silva, taken in this matter on June 7, 2017.

28. Attached as Exhibit 20 is a true and correct copy of excerpts from the deposition of Scott Coker, taken in this matter on August 3, 2017.

29. Attached as Exhibit 21 is a true and correct copy of excerpts from the second volume of the first day of the deposition of Dana F. White, taken in this matter on August 9-10, 2017.

30. Attached as Exhibit 22 is a true and correct copy of excerpts from the deposition of Zuffa's economist Paul Oyer, taken in this matter on November 29, 2017.

31. Attached as Exhibit 23 is a true and correct copy of excerpts from the first day of the deposition of Zuffa's economist Robert H. Topel, taken in this matter on December 5-6, 2017.

32. Attached as Exhibit 24 is a true and correct copy of excerpts from the second day of deposition of Zuffa's economist Robert H. Topel taken in this matter on December 5-6, 2017.

33. Attached as Exhibit 25 is a true and correct copy of excerpts from the deposition of Zuffa's economist Roger D. Blair, taken in this matter on December 8-9, 2017.

34. Attached as Exhibit 26 is a true and correct copy of a document bearing the Bates label ZFL-1240584 through ZFL-1240591. This document was produced by Zuffa to Plaintiffs in discovery. This document is a true and correct copy of an Intangible Asset Treatment memo produced by Zuffa in in or around 2007.

35. Attached as Exhibit 27 is a true and correct copy of a document bearing the Bates label ZFL-1376378 through ZFL-1376379. This document was produced by Zuffa to Plaintiffs in discovery. This document is a true and correct copy of a July 2014 email exchange between John Mulkey and Stephen Tecci.

36. Attached as Exhibit 28 is a true and correct copy of excerpts of a document bearing the Bates label ZFL-1384297 through ZFL-1384315. This document was produced by Zuffa to Plaintiffs in discovery. This document is a true and correct copy of an August 2012 presentation prepared for Zuffa by Goldman Sachs.

37. Attached as Exhibit 29 is a true and correct copy of a document bearing the Bates label ZFL-1391183 through ZFL-1391187. This document was produced by Zuffa to Plaintiffs in discovery. This document is a true and correct copy of a credit opinion prepared for Zuffa by Moody's Investors Service in December 2010.

38. Attached as Exhibit 30 is a true and correct copy of a document bearing the Bates label ZFL-1421551. This document was produced by Zuffa to Plaintiffs in discovery. This document is a true and correct copy of an April 2010 email exchange between Lorenzo Fertitta, Joe Silva, and Dana White with an embedded email exchange between Joe Silva and Cesar Gracie.

39. Attached as Exhibit 31 is a true and correct copy of a document bearing the Bates label ZFL-2469208 through ZFL-2469209. This document was produced by Zuffa to Plaintiffs in discovery. This document is a true and correct copy of a July 2009 email exchange between Scott Coker and Shannon Knapp.

1 40. Attached as Exhibit 32 is a true and correct copy of a document bearing the Bates label
2 ZFL-12543287 through ZFL-12543293. This document was produced by Zuffa to Plaintiffs in
3 discovery. This document is a true and correct copy of a draft credit opinion prepared for Zuffa
4 by Moody's Investors Service in January 2014.

5 41. Attached as Exhibit 33 is a true and correct copy of a document bearing the Bates label
6 ZUF-00031544 through ZUF-000031545. This document was produced by Zuffa to Plaintiffs in
7 discovery. This document is a true and correct copy of a January 31, 2007 email sent by Thomas
8 Paschall to Lorenzo Fertitta, Frank Fertitta, Kirk Hendrick, Dana White, Kenneth Baronsky,
9 Pamela Neufeld, and John Mulkey.

10 42. Attached as Exhibit 34 is a true and correct copy of a document bearing the Bates label
11 ZUF-00122280 through ZUF-00122281. This document was produced by Zuffa to Plaintiffs in
12 discovery. This document is a true and correct copy of an April 15, 2011 email exchange between
13 Sean Shelby and Bob Cook that is then forwarded to Shannon Knapp, Scott Coker, and Rich
14 Chou.

15 43. Attached as Exhibit 35 is a true and correct copy of excerpts of a document bearing the
16 Bates label ZUF-00162329 through ZUF-00162382. This document was produced by Zuffa to
17 Plaintiffs in discovery. This document is a true and correct copy of a Confidential Information
18 Memorandum prepared for Zuffa by Deutsche Bank Securities, Inc. in October 2009.

19 44. Attached as Exhibit 36 is a true and correct copy of a document bearing the Bates label
20 ZUF-00296703 through ZUF-00296706. This document was produced by Zuffa to Plaintiffs in
21 discovery. This document is a true and correct copy of a January 29, 2011 email exchange
22 between Bas Boon and Joe Silva.

23 45. Attached as Exhibit 37 is a true and correct copy of a document bearing the Bates label
24 ZUF-00336384 through ZUF-00336388. This document was produced by Zuffa to Plaintiffs in
25 discovery. This document is a true and correct copy of a credit opinion prepared for Zuffa by
26 Moody's Investors Service in November 2009.

27 46. Attached as Exhibit 38 is a true and correct copy of excerpts of a document bearing the
28 Bates label DB-ZUFFA-00006389 through DB-ZUFFA-00006457. This document was produced

1 by Deutsche Bank Securities, Inc. to Plaintiffs in discovery. This document is a true and correct
2 copy of a Leveraged Finance Credit Report concerning Zuffa prepared by Deutsche Bank in
3 January 2013.

4 47. Attached as Exhibit 39 is a true and correct copy of excerpts of a document bearing the
5 Bates label DB-ZUFFA-00006712 through DB-ZUFFA-00006786. This document was produced
6 by Deutsche Bank Securities, Inc. to Plaintiffs in discovery. This document is a true and correct
7 copy of a Confidential Information Memorandum prepared for Zuffa by Deutsche Bank in May
8 2007.

9 48. Attached as Exhibit 40 is a true and correct copy of excerpts of a document bearing the
10 Bates label RAINE0020633. This document was produced by The Raine Group, LLC to Plaintiffs
11 in discovery. This document is a true and correct copy of a diligence tracking spreadsheet
12 prepared for Zuffa by The Raine Group.

13 49. Attached as Exhibit 41 is a true and correct copy of excerpts of a document bearing the
14 Bates label WME_ZUFFA_00001150. This document was produced by WME-IMG to Plaintiffs
15 in discovery. This document is a true and correct copy of a WME-IMG presentation dated June
16 12, 2016.

17 50. Attached as Exhibit 42 is a true and correct copy of excerpts of Exhibit 3 from the
18 30(b)(6) deposition of Jeff Quinn, Zuffa's custodian of records, taken in this matter on July 27,
19 2017. The underlying document bears the Bates label ZFL-2699678. This document was
20 produced by Zuffa to Plaintiffs in discovery in native excel format and is a true and correct copy
21 of a spreadsheet containing text messages from the phone of Lorenzo Fertitta. To create the
22 exhibit, Plaintiffs sorted the text messages chronologically and added a column with row
23 numbers.

24 51. Attached as Exhibit 43 is a true and correct copy of excerpts from the hearing on Zuffa's
25 Motion to Dismiss, held before this Court on September 25, 2015. *See* ECF No. 186.

26 52. Attached as Exhibit 44 is a true and correct copy of excerpts from *Sports Economics* a
27 textbook written by Zuffa's economist, Roger D. Blair and published by Cambridge University
28 Press in 2012.

53. Attached as Exhibit 45 is a printout from the website MMAJunkie.com dated June 14, 2010. This page can be accessed at <http://mmajunkie.com/2010/06/dana-white-stands-by-pay-for-rankings-claim-says-ufc-is-the-nfl-of-mixed-martial-arts>, last accessed February 12, 2018.

54. Attached as Exhibit 46 is a printout from the website Fortune.com dated June 17, 2014. This page can be accessed at <http://fortune.com/2014/06/17/dana-white-ufc-q-a/>, last accessed February 12, 2018.

55. Attached as Exhibit 47 is a true and correct copy of excerpts from Defendant Zuffa, LLC's Responses to Plaintiffs' Second, Third, and Fourth Set of Requests for Admission.

56. Attached as Exhibit 48 is a true and correct copy of excerpts from the first volume of the first day of the deposition of Dana F. White, taken in this matter on August 9-10, 2017.

I declare under penalty of perjury and the laws of the United States that the foregoing is true and correct and this Declaration is executed in Philadelphia, Pennsylvania on February 16, 2018.

/s/ Eric L. Cramer
Eric L. Cramer

1 Dated: February 16, 2018

Respectfully Submitted,

2 By: /s/ Eric L. Cramer
Eric L. Cramer

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